ANNUAL REPORT 2005

Delivering the SunRice Vision





Ricegrowers' Co-operative Limited trading as SunRice ABN 55 007 481 156



The rice growing family spans many generations

































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WHO WE ARE

Our Mission

SunRice is committed to optimising returns to Australia's rice growing industry through effective global marketing of quality rice products and developing innovations which enhance the long-term viability, efficiency and competitiveness of our business.

Our Profile

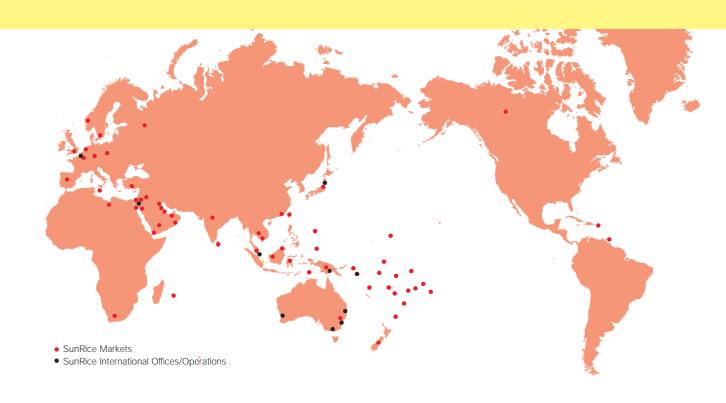
SunRice is one of Australia's largest exporters of branded food products and the fifth-largest rice food company in the world. The company exports an average of 80 per cent of Australia's total annual rice production to more than 60 countries.

On behalf of rice growers, SunRice sells the majority of Australia's rice crop to domestic and international customers. In a normal crop year the company generates average annual revenue of approximately A\$800 million, which includes nearly A\$500 million from value-added exports.

SunRice is the flagship brand and trading name of Ricegrowers' Co-operative Limited, which is situated in regional NSW and wholly owned by approximately 1,740 members of the Australian rice growing community. SunRice creates jobs in more than 60 regional towns, mostly located in southern NSW, and our businesses help sustain many other regional communities.

SunRice also has strategically located marketing offices and subsidiaries in Australia, Japan, Jordan, Papua New Guinea, Singapore and the Solomon Islands.

Our Vision: To be the World's Favourite Rice Food Company



BUSINESS HIGHLIGHTS



SunRice - One of Australia's leading brands



The United Nations declared 2004 the International Year of Rice



SunRice is a household brand

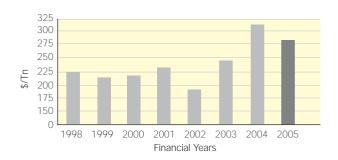
Business Highlights in 2004-2005 included:

- solid performance despite third consecutive year of drought
- paddy return to growers of \$279.53 per tonne (medium grain) for the 2004 crop
- global sourcing of rice contributed substantially to profitability
- continued drought management strategy to increase rice production and assist growers
- significant cost reduction as a result of a pro-active rationalisation program
- strong performance by subsidiary companies Riviana Foods and Trukai Industries
- all Australian SunRice mills obtained Hazard Analysis and Critical Control Points (HACCP) accreditation
- SunRice was named the winner of the multi-site low-risk category of the Australian HACCP awards
- Guinness World Record for the World's Biggest Risotto

Paddy Delivered



Average Medium Grain Return Per Tonne



CHAIRMAN'S REPORT



SunRice performed strongly thanks to the ongoing, solid and disciplined implementation of targeted strategies, despite 2004/05 being another tough year as a result of the continuing drought.

I am delighted to report that we achieved an excellent grower return of \$279.53 per tonne for medium grain and higher prices for niche varieties. This solid result demonstrates the strength of our 50-year heritage and our extraordinary ability to endure during difficult times.

The 2004 rice crop totalled 528,984 tonnes from 64,735 hectares planted. While production was

greater than the 2003 crop it was still 60% below normal production levels, continuing the challenges facing the business. However, we are better placed to handle these challenges because of the tough decisions we have made over the past couple of years and we are confident that we will continue to grow as a stronger business.

Our Strategic Response

Strategic initiatives that contributed to our success this year included:

- procuring additional water from Snowy Hydro Limited for rice production
- continuing to purchase rice from external sources
- continuing to restructure the business

"SunRice performed strongly thanks to the ongoing, solid and disciplined implementation of targeted strategies"

To increase rice production we have continued our Water Procurement Program, which was first established in 2002. During 2004/05, this program included a Groundwater Incentive Program that involved SunRice providing a financial incentive for those growers with groundwater pumps to use their water to grow rice.

The program also involved SunRice, together with Murray Irrigation, borrowing additional water from Snowy Hydro Limited for rice production in the Murray Valley.

The additional production resulting from these programs was vital to SunRice. It enabled us to maintain our brands on supermarket shelves, maintain our infrastructure and assisted growers to operate their farm businesses through difficult conditions.

Integral to our success this year was the continuation of a global sourcing program – an initiative that allowed us to successfully trade rice grown in other countries. I cannot overemphasise the importance of our global trading activity; it allowed us to overcome the shortfall in Australian production and contributed over \$45 per tonne towards the 2004 grower return.

CHAIRMAN'S REPORT

We have continued to review and restructure our business to meet the challenges of our markets and environment. Reduced crops have resulted in the need to scale down operations across the business. Regrettably, this meant SunRice was forced to retrench good people. These were tough decisions that were not taken lightly. We have ensured that the infrastructure and the core skills base have been maintained to help us rebound into full operation when rice production improves.

The unwavering commitment by the Board and management to proactively address the challenges of this year's climate has guaranteed our success. We can all remain confident that we are capable of overcoming adversity and delivering solid results for the business and growers.

The Industry

Australia's rice industry traditionally feeds approximately 40 million people internationally each day. However, as a result of the ongoing drought, our capacity to provide Australia's high-quality rice, both domestically and internationally has been halved.

We are confident that the drought will not last forever and that our position on the world stage as the most efficient rice growers will mean we will continue to feed a significant number of people around the world.







Our Structure

Later this year members will be asked to vote on a proposal to change the structure of the business from a Co-operative to a Company. As a corporate entity, SunRice will have a platform from which to grow and strengthen it's business for the future.

The Board believes that as a company it will be able to better recognise the contributions of past and present members. It also addresses SunRice's need for a more secure capital base to enhance its financial flexibility in order to deliver the vision of becoming the World's Favourite Rice Food Company.

A Tribute to Ian Davidge AO

Special tribute must go to one of the rice industry's greatest pioneers, Mr Ian Davidge, who passed away after a period of illness late last year. Ian's dedication and contribution to the Australian rice industry was immense. He brought a unique combination of leadership skills, incredible intellectual capacity, commitment, integrity and compassion to the industry and the broader rural community. Ian's service included 36 years as a Director of Ricegrowers' Co-operative Ltd (RCL), including a remarkable 22 years as Chairman.

Sincere Appreciation

My special thanks and gratitude go to our extraordinary Chief Executive Officer Gary Helou, the SunRice management team and all SunRice employees for their commitment to excellence. I would like to thank other rice industry leaders, notably Noel Graham, Chairman of the Rice Marketing Board, and Laurie Arthur, President of the Ricegrowers' Association of Australia Inc., for their significant contribution to the industry over the past year.

CHAIRMAN'S REPORT CONTINUED

I would also like to recognise Grant Latta, Director of SunRice, who became a Member of the Order of Australia (AM).

The support of Kay Hull MP (Federal Member for Riverina), Sussan Ley MP (Federal Member for Farrer), Adrian Piccoli MLA (NSW Member for Murrumbidgee), Peter Black MLA (NSW Member for Murray Darling) and Antonio (Tony), Catanzariti MLC is greatly appreciated.

Thanks goes to Warren Truss, Federal Minister for Agriculture, Forestry and Fisheries, for granting Exceptional Circumstances to our Australian rice growers in the Murray Valley who are enduring hardship as a result of the continuing drought. Thank you to retired Deputy Prime Minister John Anderson, who has worked tirelessly on the issue of water reform, particularly with NSW Minister Craig Knowles. Thank you to lan Macdonald, NSW Minister for Agriculture, for his support and public recognition of the importance of our industry. Congratulations to Mark Vaile, the Federal Trade Minister in his new appointment as Deputy Prime Minister.

I commend Terry Charlton, CEO of Snowy Hydro Limited, for making more water available for our growers. My sincere thanks also to Dick Thompson, Chairman of Murrumbidgee Irrigation and Bill Hetherington, Chairman of Murray Irrigation Limited.

And, of course we could not have achieved what we have this year without our totally dedicated Deputy Chairman, Mark Robertson and all the SunRice Directors - my sincere appreciation to all.

Our Future

Australia's rice industry supports regional towns, communities, businesses and families and feeds millions of people worldwide.

"The unwavering commitment by the Board and management to proactively address the challenges of this year's climate has guaranteed our success"

While difficult times may continue as we move towards the planting of the next crop, we must remember our achievements and look towards the future with optimism and recognition that we are producing a valuable product and continually evolving to become a better SunRice business.

I look forward to working with you in 2005/06 to help ensure it will be a prosperous year.

Gerry Lawson Chairman

May Lamon

WORLD'S BIGGEST RISOTTO





CEO, Gary Helou helps to add some Arborio rice to the more than one and a half tonnes required for the recordbreaking risotto



Celebrity chef, Gabriel Gaté discusses cooking strategy for a mouth-watering risotto



A perfect Sydney backdrop at Circular Quay on 26 November 2004

CHIEF EXECUTIVE OFFICER'S REPORT



SunRice performed well in the 2004 crop year, delivering a higher paddy return than originally projected despite the drought continuing to dramatically reduce Australian rice production.

The Board and management have again responded to the ongoing difficult conditions with a number of strategies to maximise grower returns. Our efforts were targeted at defending our brands through meeting market demand, preserving critical infrastructure, and protecting our profitability.

Continuation of our highly successful external trading program, involving the sourcing of rice from a number

of international sources to supplement Australia's low level of production, has been a significant contributor to SunRice's overall profitability. It is also a testament to the high level of consumer support for our brands in many overseas markets.

The purchase of additional water enabled our growers to grow more rice in a low allocation year and deliver critical incremental volumes to maintain our infrastructure and supply strategic markets.

SunRice continued to implement cost reduction and control programs across all aspects of the business. This is an important task given the current drought impacted operating environment.

Marketing

SunRice successfully maintained, and in some cases grew, its share in rice food categories across key markets. This was achieved despite the supply constrained Australian crop.

In Australia and New Zealand, SunRice performed well across numerous categories in the retail, food service and food ingredients channels. It is pleasing to report that our branded retail rice share improved in both of these countries.

New products launched in 2004/05 included: Flavoured Thin Rice Cakes, SunCreations, Quick Cooking Brown Rice and Pour & Store extensions.

In Asia, the Pacific and the Middle East our business and brands remain strong as we successfully defended our position against growing competition. Several new products were launched in these markets, resulting in expanded market share.

Subsidiary company Trukai Industries Limited maintained its position as the dominant player in the Papua New Guinea rice market. Trukai's market leadership was strengthened by supporting its core brands and the successful launch of a number of new premium products – Trukai Jasmine Rice and Trukai Basmati Rice.

For the eighth consecutive year, subsidiary company Riviana Foods Pty Limited posted record revenue growth. This was achieved through new product development, channel expansion and continued growth within their major product categories.

Operating Excellence

Our Operations Team, faced with the challenge of reduced paddy rice to process, continued to deliver 'operational excellence' by reconfiguring infrastructure and delivering cost cuts without sacrificing quality standards and food safety. The rapid escalation in traded rice volume has also been supported by significant alterations to our global supply chain that supports quality assurance, off-shore packing and a more complex distribution network.

CHIEF EXECUTIVE OFFICER'S REPORT

The Leeton based 'ultra-convenience meals' and rice cake plants have been further expanded to meet increasing consumer demand for our ready-to-eat products. SunRice continues to take a leading position in these important value-added categories.

The focus on safety was maintained throughout the business. It is pleasing to report that two mill sites have continued their lost time injury free status during the year.

Quality is paramount across all areas of SunRice's operations as it underpins our ability to deliver superior products at premium prices. SunRice received major recognition for its efforts in quality management by winning the 'multi-site low risk category' at the Australian Hazard Analysis and Critical Control Points (HACCP) annual awards.

Value-added Innovations

Innovation is vital to SunRice's ongoing success and its ability to continue to meet the demands of ever-changing markets.

SunRice executed many new product initiatives in 2004. Of particular note was the new range of Flavoured Rice Cakes, as well as extensions to both the SunCreations 'ready-to-eat' range and the Pour and Store range. The innovative Pour and Store packaging concept has also now been released into the Food Service channel.

Following the successful launch of SunCreations in 2004, a new 'rice and protein' range will be launched in 2005 in Australasia. SunRice will be the first company to successfully market the 'rice and protein' concept in the rapidly evolving ready-to-eat meal category.

Focus on People

SunRice employees responded admirably to the challenges posed by the ongoing drought, through their collective effort to lower costs and deliver value in difficult times.

We encourage a culture of leadership and reward excellence. As part of the 2004 SunRice Employee Awards, 111 individual nominations and 44 team nominations were recognised for achievement. Congratulations to all site finalists, including the overall winner Frank Zumbo who was recognised for his critical involvement in staging the 'World's Biggest Risotto' promotion. This major event involved heating a 10 x 3.5-metre pan of risotto and attracted considerable international attention to SunRice during the International Year of Rice.



New packaging for Quick Cooking Brown rice proves a winner



SunRice Pour and Store receives a big tick for promoting food safety and hygiene



New SunCreations with protein launches onto the Australian market

CHIEF EXECUTIVE OFFICER'S REPORT CONTINUED

The Future

SunRice can be proud of how it has responded to the ongoing drought and its ability to deliver in such a challenging environment. Our leaner assets and more effective operating systems place us in good stead for a better tomorrow. Our people aspire to make SunRice the World's Favourite Rice Food Company.

I sincerely thank Chairman Gerry Lawson and the Board of Directors for their continued leadership and support. I also thank my Corporate Management Team and all employees for their commitment and focus through what has been a difficult and challenging year. SunRice's positive results could not have been achieved without their dedication and hard work.

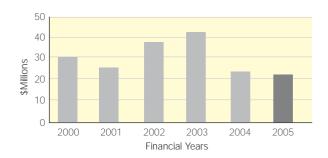
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Gary Helou
Chief Executive Officer

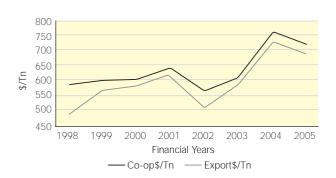
Sales Revenue



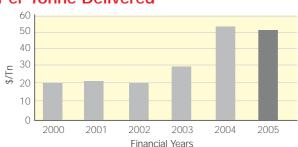
Consolidated Net Profit After Tax



Co-operative/Export Revenue Per Tonne



Co-operative Net Profit After Tax Per Tonne Delivered



SUNRICE AROUND THE WORLD

Australia and New Zealand

Product expansion and trading strategies helped the Australian business deliver a strong result for the year. SunRice's retail market share grew in both Australia and New Zealand, despite increasing competition from imports, rising domestic prices, and the rapid growth of generics.

The Retail business successfully launched a number of initiatives, including the rollout of Pour and Store extensions, SunCreations and Flavoured Thin Rice Cakes. SunRice has grown its representation within these categories, including the achievement of full distribution of all value-added initiatives throughout New Zealand.

SunRice continues to hold a leadership position in the expanding food service channel. We also retained a solid position in the Food Ingredients market by building alliances with major food manufacturers in Australia and New Zealand. The continued growth of rice based foods, including snacking products, makes this channel an important SunRice business sector.

Asia

Hong Kong is a traditional consumer market for SunRice, with efforts continuing to maintain maximum branded presence.

Our position in the medium grain rice category remains strong, with the Double Ram brand entrenched as the leader in its varietal class.

Kangaroo and Golden Crown, both well regarded brands of long grain rice, conceded some market share as a result of reduced availability of the Australian produced and well favoured Langi variety.

Given the drought related restrictions on the overall availability of Australian grown rice, SunRice has focussed its marketing efforts in numerous smaller Asian markets behind medium grain rice. It is pleasing to report that both the Kangaroo and Sunwhite brands continue to perform strongly in the region.

The value of the Federal Government's bilateral trade negotiations was highlighted when the Australia-Thailand Free Trade Agreement came into force on 1 January 2005. The removal of a 30 per cent import tariff has paved the way for the establishment of a new market. SunRice will continue to work on expanding this profitable niche business with the world's largest exporter of rice.



SunRice was a feature at the 2005 Sydney Royal Easter Show with SunCreations on the menu



Australian rice was cooked at the Spring Festival celebration on Australia Day 2005 in Japan



The Asia Pacific region has the highest per capita consumption of rice in the world

SUNRICE AROUND THE WORLD

In the important markets of Japan and Taiwan, our strategy of positively differentiating Australian Medium Grain from that supplied from other countries resulted in SunRice being awarded sales through government procurement tenders. Regrettably, the greatly reduced availability of Australian rice significantly curtailed the overall volume of business conducted with these markets over the course of the year. SunRice Marketing will work towards recovering this loss of market share as soon as local supply allows.

Pacific

The Sunwhite, Island Sun and Sunlong brands – now consolidated under SunRice master branding – continue to successfully drive our business throughout the Pacific Basin.

Despite intensifying competition from other suppliers entering the Pacific, our business remains strong, with positive growth over the previous year. Penetration of our rice brands has been maintained and sales volume growth has been experienced in numerous important territories.

One key strategy throughout the Pacific region calls for the maintenance of close working relationships with both distributors and customers. This is central to ensuring the continued success of the SunRice branded business within the Pacific basin.

The Middle East

SunRice defended its established consumer markets in the Middle East and drove longer-term growth into new market segments. SunRice's successful external trading strategy supplemented the supply of Australian rice with carefully selected non-Australian product to maintain the presence of our brands in the key markets within the Middle East region.

SunRice has also continued to implement product extension strategies, including the launch of a complete range of rices in the Jordanian market, plus a major re-launch of the Basmati range in Saudi Arabia. Positive growth is anticipated following very encouraging initial results.

"Close working relationships with distributors and customers ensures the continued success of the SunRice branded business within the Pacific Basin"



'Harriz' was a major attraction at the SunWhite festival held in Paita New Caledonia in November 2004



Over 5000 people attended the SunWhite festival in Paita, New Caledonia



SunWhite is a major brand in the Middle

SUNRICE AROUND THE WORLD



In 2004, the Aqaba Processing Company (APC) completed its second full year of operation. This facility has enabled the packaging and delivery of quality assured products to Middle East markets. Preservation of our brands on-shelf is critical in such a competitive marketplace. In addition, APC made significant advances regarding safety, plant hygiene and operational controls. These initiatives and processes provide an excellent platform for profitable future growth.

SunRice is well placed to continue to successfully prosper in this region, through capitalising on its significant experience, strong relationships and recognised consumer brands.

Global Sourcing

SunRice's global sourcing activities again contributed significantly to profitability.

To offset the shortfall in the level of supply of Australian grown rice, the total volume of externally traded rice by SunRice increased notably in the past year. A number of sources around the globe were utilised in order to procure the right mix of product specifications needed to satisfy our diverse market requirements.

The trading team has worked extremely hard to operate within well defined quality and price parameters. Sourcing has involved bulk cargoes through to contract packed finished product, and drawn on a wide range of rice varieties. Stringent quality assurance has ensured the protection of our consumer brands.

SunRice Brands Around the World

























Sunbrown







OUR OPERATIONS

Exceptional Facilities

SunRice has an ongoing commitment to improving our operational facilities. Our exceptional milling and packing facilities and superior milling technology enable SunRice to continue to compete internationally as a low-cost producer of quality products.

SunRice continued to achieve efficiency and cost improvements and high food safety and quality standards in all areas of milling operations in 2004/05.

Speciality Rice Foods Group

Leeton is home to the Speciality Rice Food Group that manages the processing, packaging and manufacturing of a range of value-added rice foods. These include: rice cakes, ultra-convenience meals, side dishes, express cups and sachets.

The brand new 'ultra-convenience meals' plant continues to manufacture ready-to-eat meals under the SunCreations brand and was recently reconfigured to accommodate the introduction of added protein, such as meat.

The rice cakes plant has had a major investment to upgrade capacity for the development of a range of innovative packaging and products.

Best Practice

SunRice places an emphasis on best practice safety management in all operations. In particular, our behaviour-based safety program, which is now fully integrated into all operations and is the platform for continuing sustained improvements in our industry. Two mill sites continued their lost time injury free status over 2004/05.

"In August 2004, SunRice was named the winner of the multi-site low-risk category of the Australian HACCP awards"

In quality management all sites maintained their Hazard Analysis and Critical Control Points (HACCP) accreditation during the year. SunRice also continues to improve the appearance of it's facilities with a focus on cleanliness and hygiene. In the past year, our Deniliquin and Leeton mills received accreditation under the AIB (American Institute of Baking) protocols for hygiene and food safety systems.

In August 2004 SunRice received recognition for its continued efforts in quality management and was named the winner of the multi-site low-risk category of the Australian HACCP awards. SunRice competed in this category against many of the major food companies in the country.

OUR OPERATIONS

Supply Chain Management

SunRice is aware of the need to minimise supply chain costs when moving products to different markets. As a result of lower Australian rice production, SunRice has reconfigured its supply chain in domestic and important international markets. This has placed significant focus on processes to ensure effective delivery and cost control.

Key supply and service contracts have been reviewed throughout the 2005 Financial Year, resulting in savings for the business.



Packaged rice stored in the Leeton mill ready for distribution



Latest technology in the Deniliquin mill packages rice off to export markets



SunRice achieves HACCP accreditation and focuses on cleanliness and hygiene to deliver superior products worldwide

Six Sigma

In 2003 SunRice launched a new business improvement methodology into the business, Six Sigma. This methodology, which equips people with the training, tools and techniques to implement change with critical thought has been fully integrated into the operations of SunRice. This year Six Sigma will continue to be used for continuous improvement in the quality of products and processes, customer service, business costs and profitability.

Numerous projects focusing on cost, quality and customer service were completed throughout the year and have resulted in improved efficiencies across the company.

Grain Handling

Grain handling operations achieved significant improvements in reducing costs across all areas.

The business continued to earn revenue from the storage of non-rice grains during the year due to the available storage capacity resulting from the low rice crop.

SunRice continues to review its technologies and processes to ensure the company is running an efficient, effective and low-cost operation.

OUR PEOPLE

Employees demonstrated their resilience, adaptability and ongoing commitment to SunRice in 2004/05.

The continuing drought has been challenging for all associated with the industry. It was necessary for SunRice to review and restructure the business to accommodate the substantially reduced crop, and regrettably, a number of people were made redundant. The efforts of all employees, both past and present, is acknowledged and appreciated.

Strong Leadership

Strong leadership at all levels of the business has driven this year's business results. The contribution of every individual focused on a common goal has delivered a successful outcome this year. Because of the importance of frontline leaders, during the year we undertook programs to develop the skills required by SunRice employees to enable them to better manage their teams and improve performance.

The opportunity to grow and develop within an organisation is important for both individual career paths and organisational succession management. During the year, it was pleasing to see many employees within Operations, Supply Chain, CopRice, Corporate Services (which includes Internal Audit, Customer Service, International Marketing and Information Services) and Trukai promoted to more senior roles.

With the increasing importance of international trading a Global Sourcing Team was established to focus on the significant level of offshore activity. Employees within this team are leveraging their current skills and knowledge, and developing new competencies, to fulfil their additional responsibilities, especially in areas such as procuring product, managing global shipping logistics, ensuring quality of internationally sourced rice and delivery of product within the required lead-time. This is achieved in the context of a diverse range of people and cultures.

"Strong leadership at all levels of the business has driven 2004/05 business results"

Employees across the business were recognised throughout the year for their service to SunRice, with 32 employees attaining five years service, 38 with ten years service, 3 with twenty years service and 1 with an outstanding thirty years service. Congratulations and thank you to all our long-serving employees.

Negotiations for the SunRice Workplace Improvement Agreement (WIA) were successfully completed during 2005. Employees, Management and the Union worked together over many months to set the platform for operations within the business until September 2006.

OUR PEOPLE

Employee Awards

SunRice employees are central to the success of our business and we recognise those people who have demonstrated excellence, innovation and initiative through the SunRice Employee Awards. A total of 111 individual nominations and 44 team nominations were received from across the whole business. Each of the quarterly site winners were invited to a presentation dinner in Leeton on May 24 where the overall winners were announced.



Members of the Rice Cake Team, the overall Team winner for the 2004 Employee Awards with David Keldie, GM Sales and Marketing - Australia and New Zealand and Gayle Philpotts, GM - People and Culture, far right



All winners of the 2004 Employee Awards with Gary Helou, SunRice Chief Executive Officer, far right



SunRice Employee Awards overall winner, Frank Zumbo, Senior Project Engineer congratulated by Gary Helou, SunRice Chief Executive Officer

The overall winner was Frank Zumbo for his efforts in the World's Biggest Risotto. Frank was responsible for managing the engineering required to heat the 10 x 3.5 metre pan – the largest of its kind!

The Rice Cakes Team of Cameron Johnson (National Sales Manager), Nick Hinds (GHPL Account Manager) and Elena Mountain (Brand Manager) was the overall winner of the Team Award.

Individual site winners were: Coleambally Mill - Ben Elliott (Data Recorder & Domestic Dispatch), Coprice - Paul Marshall (Milling Technician), Deniliquin Mill - John Flisher (Quality Technician), Leeton Mill - Mark Pooley (Maintenance Fitter), Leeton Office/Engineering - Frank Zumbo (Senior Project Engineer), Sydney Office - Neil Lee (Demand Manager), Paddy - Paul Dickson (Paddy Operator), and from Speciality Rice Food Group - David Legge (Production Supervisor).

This year has again shown the calibre and dedication of SunRice employees. Congratulations to all staff on their ongoing commitment and contribution to SunRice's success.

OUR GROWERS

The resilience of Australia's rice growers has been pushed to the limit with a third year of the worst drought in a century.

At the completion of the 2004 harvest, production reached 528,984 tonnes at an average yield of 8.2 tonnes per hectare. This below-average performance was due to low water allocations at the beginning of the season and the effect of cold weather damage.

After this disappointing 2004 crop result, growers and SunRice were hoping for above-average winter and spring rainfall to replenish storage dams. This would have provided sufficient water to irrigate the large winter crop planted, grow a more 'normal' 2005 rice crop and pay back previous Snowy water advances.

Unfortunately, the much-needed rains did not eventuate.

To overcome the shortage in water supply, SunRice negotiated with Snowy Hydro Limited, in collaboration with Murray Irrigation, to source an advance of future Snowy releases. This resulted in an additional 100,000 megalitres for rice production in the Murray Valley.

SunRice provided financial incentives for growers to use the advance to increase rice production. Incentives were also provided to those growers with groundwater supply to use their available water to grow rice.

At rice planting time, water availability was a low 26 per cent of entitlement in the Murrumbidgee Valley and 21 per cent in the Murray Valley. A late improvement in water levels lifted availability to 35 per cent in the Murray Valley by mid-November. A considerable amount of this water was used to irrigate winter crops in spring – a decision many growers later regretted given the low prices for these crops at harvest time.

"The severe and prolonged nature of the drought is affecting all rice growers"

By the conclusion of planting, 45,455 hectares of rice were planted on 997 farms: 495 in the Murrumbidgee Valley and 502 in the Murray Valley.

Unfavourable Weather Conditions

Vegetative development of the crop was below average until weather conditions improved in late November. By the end of January, average to slightly above average yield potential was indicated.

However, unseasonably cold weather conditions in early February 2005 negated this improvement and reduced yield potential by 20-30 per cent. As a result, crops matured unevenly and late, with high levels of sterility. Yields were reduced in all regions and total production dropped from a potential 400,000 tonnes to 304,867 tonnes.

OUR GROWERS

Exceptional Circumstances Drought Relief

The severe and prolonged nature of the drought is affecting all rice growers. In mid-2004 the Ricegrowers' Association of Australia prepared an application for Exceptional Circumstances (EC) drought relief for growers in the Murray Valley. At this time it was not possible to demonstrate the level of financial impact required by the Federal Government for a successful EC application for Murrumbidgee Valley rice growers.

In January 2005, the Australian Government announced a prima facie case for EC had been demonstrated, enabling Murray Valley growers to apply for interim income support assistance. In April 2005, the Federal Government approved full EC assistance for Murray Valley rice growers. A case for EC assistance for Murrumbidgee Valley rice growers is now being developed.



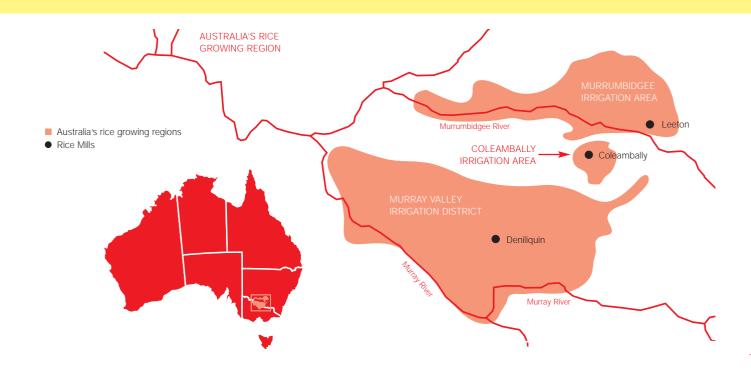
Australian rice growers have improved their water use efficiency by 60% over the past 10 years



Australian rice is grown in the unique microclimate of the Riverina - ideal for Japonica varieties of rice



Leeton rice farmer, Peter Draper harvested his thirtieth rice crop in 2005



OUR SUBSIDIARIES

Riviana Foods

Our subsidiary company, Riviana Foods is a manufacturing, distribution, sales and marketing enterprise focusing on grocery and food service. For the eighth consecutive year, Riviana Foods has posted record revenue and earnings. This was achieved by continued growth in its key categories and new product development.

Riviana Foods continues to build strong relationships with its major suppliers and customers to constantly deliver high levels of service and communication.

During the year Riviana acquired the Menu Master Food Service business from Cerebos, along with the Ocean Supreme, Garden Supreme and Regal Sea brands. The addition of this business to Riviana Foods' existing Food Service business has given the company a greater presence in areas of this market, such as canned seafood, which further consolidates its position as a significant supplier to the catering industry.

The Always Fresh brand continued to enjoy its category leadership with a significant market share of 34.2 per cent. This was achieved through product innovation and a summer media campaign for the brand.

Riviana Foods' manufacturing plant at Rowville, Victoria acquired a new facility adjoining the current site. Enhancements to the plant during 2004 have increased output which has improved earnings.

Despite the highly competitive environment and the brand rationalisation in the retail sector of the business, Riviana Foods has the people and the expertise to ensure the company continues to innovate and achieve its revenue and earnings growth objectives.

"Riviana Foods continues to build strong relationships with major suppliers and customers to deliver high levels of service and communication"

Riviana Foods' Portfolio of Brands





























OUR SUBSIDIARIES

Trukai Industries

The past year saw our subsidiary company Trukai Industries, Papua New Guinea's largest and most successful rice processor and marketer accomplish the challenge of sourcing raw materials internationally to produce a finished product with the consistent taste and quality that Papua New Guineans have come to demand.

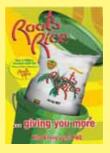
The sales and marketing division met the challenges of increased competition and maintained its dominant market position by an aggressive marketing program which included the launch of new product lines and consumer-driven promotions.

This required the support of the manufacturing and operations divisions as the increasing complexity in the delivery of raw materials necessitated an ongoing program of infrastructure development. This was completed with a minimum of lost production time, allowing domestic and export orders to be delivered as planned.

The Trukai management team's continued focus on the culture of Occupational Health and Safety, and Good Manufacturing Practice (GMP), resulted in a Lost Time Injuries score of zero loss, for an outstanding 537 days.



Trukai Basmati rice – a new variety for PNG



One of Trukai's successful promotional activities for Roots Rice



Trukai Jasmine rice – embraced by consumers in PNG

Trukai Product Launches

Trukai launched two new varieties of rice in the premium range in 2004/05. Trukai Jasmine Rice 1kg and Trukai Basmati Rice 1kg packs, have been embraced by consumers with sales tracking above expectation. Both products are targeted at the premium end of the market.

Trukai Promotions

Trukai continues to secure its position as the dominant player in the PNG rice market through a focus on innovative and value-driven promotions.

During 2004/05, Trukai protected and encouraged loyalty to Trukai brands through Roots Rice, Trukai Rice and Trukai Stockfeed promotions.

Trukai Agribusiness

Trukai continued to support and drive initiatives promoting the increased efficiency, production and sale of its beef cattle to both the fresh meat domestic market and the international live cattle market. The agribusiness division also continued with its collaborative research projects on peanuts and rice production.

COPRICE FEEDS

CopRice Feeds, a producer of stockfeed and companion animal products, held sales volume in the face of a difficult trading year.

Despite a tough start to the year, CopRice delivered an improved trading performance in the final quarter, which is expected to continue throughout 2005. The year had started with conditions that severely affected farmers' ability to purchase supplementary feed. Milk prices have strengthened and coupled with lower grain prices, overall industry confidence in the diary sector has strengthened.

Tongala has expanded its products range to include products for the lamb, sheep and beef industries and coupled with increased capacity from the recent mill upgrade gives the site a good capability to pursue increased sales.



Coprice is a leading manufacturer, marketer and distributor of stockfeed and companion animal products



A move to a new range of products for lamb, beef and sheep industries increased sales



"The final quarter of the year delivered improved trading performance which is expected to continue throughout 2005"

At Leeton, significant sales increases in dry extruded pet and horse foods, coupled with solid performance in sales of Max's Cat & Pet Litter, have contributed to the growth in the companion animal business. This should provide further opportunities in 2005 to consolidate and grow the companion animal business and other niche export markets.

CopRice achieved some major operational milestones during 2004. Most noteworthy was the attainment by Leeton of accreditation under the HACCP/ISO/Feedsafe criteria. This means Leeton joins Tongala and Cobden, which were among the first stockfeed mills in Australia to gain this accreditation in 2001.

CopRice Tongala also reached a milestone in April 2005, achieving four-and-a-half years without a lost time injury. This notable outcome reflects the dedication of all CopRice employees to creating a safer working environment.

Ongoing rationalisation of the business has seen the closure of the HullTech combustion site at Griffith. Further operational reviews resulted in a restructure of core supply chain functions.

OUR COMMUNITY

SunRice operates in a wide range of communities across Australia and internationally. SunRice is tied to local communities through employees, customers, consumers and research, particularly in regional Australia where the rice industry contributes to the economies of more than 60 towns in the southern Riverina.

SunRice supports local communities by providing employment, providing superior products to assist customers in growing their businesses, supporting innovation and supporting regional and national initiatives.

World's Biggest Risotto

SunRice was a major sponsor and contributor to the Ricegrowers' Association of Australia Inc's initiative to cook the World's Biggest Risotto at Circular Quay, Sydney on 26 November 2004. The record-breaking event was to celebrate the United Nations 2004 International Year of Rice and to raise money for CARE Australia to combat world hunger.

More than 7,000 Australians turned out to witness the spectacular new Guinness World Record, which weighed in at a massive 7,510kg. More than 4,000 servings of the dish were sold on the day for a gold coin donation to CARE Australia, and the remaining risotto was donated to homeless shelters in and around Sydney.

Rice for Tsunami Victims

Many Australians were deeply affected by the humanitarian tragedy to our near north in late 2004. With rice being the staple food of these nations, SunRice developed an aid strategy to provide people in the tsunami-affected regions of Indonesia and Sri Lanka with Australian rice.

SunRice sent approximately 45,000 SunCreations 'ready-to-eat' rice meals to Sri Lanka and Indonesia. Teams of SunRice staff volunteered to label tens of thousands of these meals. Thank you to everyone involved for a fantastic effort.

SunAid Volunteers



(From left to right) Julie Thompson, Rodney Martin, Vicki Poulson and Paula Fields label some of the many thousands of SunCreations meals



(From left to right) Nikki West, Julie Thompson, Court Sayer-Roberts and Paula Fields contribute to the SunAid effort



(From left to right) Lindsay Hay, Mark Smith and Phil Meline package thousands of boxes at the Specialty Rice Food plant in Leeton, NSW for victims of the Tsunami disaster in January

OUR INNOVATION



SunRice Flavoured Rice Cakes now come in the successful 'Thin' range

"New product development initiatives are helping build our reputation as an innovative food company"

Continual Innovation

In order to respond to a constantly changing consumer market, SunRice is keenly aware of the need to innovate. This means creating new products and adapting existing ones to meet customer needs in domestic and international markets.

The value added program continued to gain momentum in 2004/05. The success of Flavoured Rice Cakes necessitated a further increase in production capacity. All retail accounts have now accepted the full range, accelerating our market share gains and delivering solid business returns. More exciting product extensions are under development for launch in 2005/06.

The rapid launch of the SunCreations range in 2004 has placed SunRice in a solid position to extend the 'ready-to-eat' concept into other categories in the supermarket. The combined rice and protein range will be launched in all accounts throughout Australasia in 2005, with SunRice being the first in the category to do so. Distribution opportunities extend beyond retail to include Route and Impulse channels.

OUR INNOVATION

Rice Research Australia Pty Ltd

Rice Research Australia Pty Ltd (RRAPL) continues to make significant progress in the area of rice varietal development.

In conjunction with the NSW Department of Primary Industries (NSWDPI) and the Rural Industries Research and Development Corporation (RIRDC), its focus has been concentrated on meeting market requirements while improving the agronomic characteristics of new and current rice varieties.

Cold tolerance is now a very high priority in the NSWDPI program at RRAPL. A new five-year project will look at continuing existing programs and introducing newly developed techniques to improve the cold tolerance of new rice varieties.

RRAPL is undertaking additional collaborative work with NSWDPI to increase the number of test plots for varietal assessments.



Harvesting 'breeders seed' at RRAPL with Yanmar plot header



Extensive evaluation of new rice lines is carried out at RRAPL to evaluate agronomic quality characteristics



RRAPL involvement in the Environmental Champions Program is improving biodiversity industry wide

RRAPL is now a world leader in seed production techniques. The traceability and ongoing measurement and monitoring it conducts allow for the development of rice varieties with the true genotype and phenotype (physical characteristics) required by breeders and marketers.

RRAPL was involved with other research during 2004/05 including:

- assessment of herbicides for controlling Barnyard Grass in drill-sown and aerial-seeded rice cultures
- further field testing of potential rice herbicides
- MaNage Rice (NSWDPI)
- seed establishment and multiplication trials (RRAPL and NSWDPI)
- Yanmar harvester evaluations
- Environmental Champions Program

OUR ENVIRONMENT

Occupational Health and Safety

Workplace safety is paramount at SunRice and we have an established strategy for achieving best practice, which is reflected in our overall business strategy.

This year our occupational health and safety management system was audited and successfully accredited by the NSW WorkCover Premium Discount Scheme.

Benchmarking SunRice safety performance against other food and beverage industries has shown SunRice to be in the lower quartile for lost time injuries and costs. CopRice Tongala has achieved four years lost time injury free, Coleambally Mill has achieved two years lost time injury free and all other business units have achieved or are progressing toward one year. Trukai is our first international business to achieve one year lost time injury free.

Environment

In conjunction with the National Packaging Covenant's measuring and reporting requirements, SunRice continues to identify opportunities to improve waste recycling.

A project to improve the SunRice waste recycling program has supported the sourcing of equipment to improve the packaging of waste product to minimise the handling and shipping frequency of packaging waste materials. This will reduce the amount of product sent to landfill.

Significant electricity savings have been achieved and the measurement of energy used in production processes has been broadened to assist with the establishment of greenhouse gas calculations to support future action plans to reduce SunRice's ecological footprint.

"The rice industry has achieved significant progress on environmental issues through a whole-of-industry commitment"



Rice paddocks create an environment for many species of birds and animals

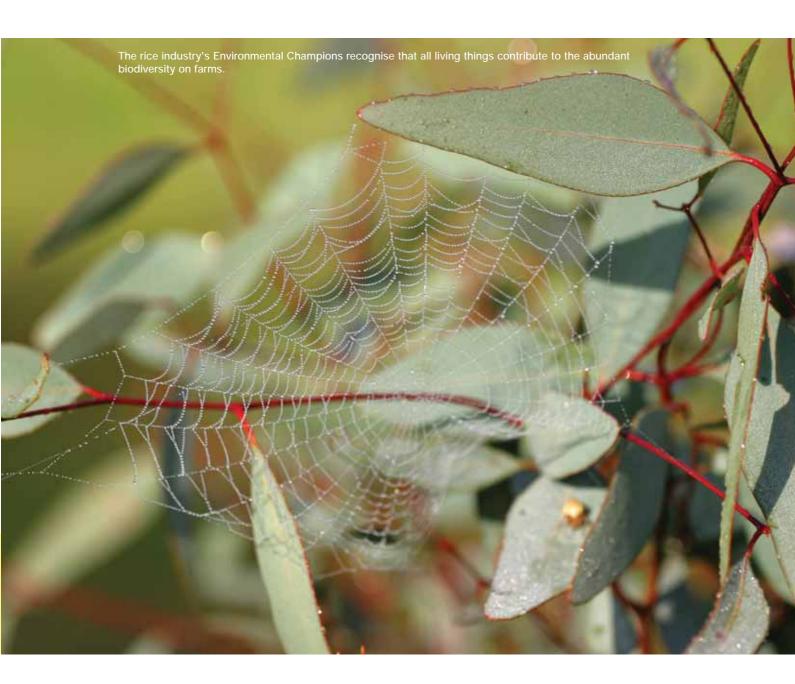


Environmental Champion, David Marsden is committed to creating a healthy landscape on his rice farm in Finley, NSW



The rice industry's commitment to the environment aims to improve the abundant biodiversity that exists on rice farms through a co-ordinated industry approach

OUR ENVIRONMENT



Environmental Champions Program

Since the development of a strategic industry-agreed environmental policy five years ago, the rice industry has achieved significant progress on environmental issues through a whole-of-industry commitment.

The programs have allowed the industry to demonstrate strong leadership in developing a dynamic, multifaceted framework for change. One of these programs is the Ricegrowers' Association of Australia Inc.'s Environmental Champions Program (ECP).

Developed in collaboration with growers and relevant regional organisations and agencies, the ECP has strong State and Federal Government support. This voluntary, innovative five-level achievement program is primarily designed to assist landholders to build their capacity to improve the environment, their economic returns and social sustainability of regional communities.

Currently the ECP is being trialled under the National Environmental Management Systems (EMS) Pilot Program, with 130 farming businesses working to ensure that the program is practical, realistic and adaptive. The industry will launch level one of the program in August 2005 with the support of the Federal Government's Pathways to Industry program.

BOARD OF DIRECTORS



Gerry Lawson



Gary Helou



Brian Vial



Mark Robertson



Grant Latta



Norm McAllister



Alan Walsh



Noel Graham



Bruce Barber

Board of Directors

GERRY LAWSON

LDA MAICD

Mayrung rice grower. Director since 1985. Chairman since 2001. Directors' Committees: Member, Remuneration Committee. Director and Chairman of Riviana Foods Pty Ltd. Director of Silica Resources Pty Ltd; SunRice Trading Pty Ltd; Hulltech Pty Ltd; SunRice Australia Pty Ltd: Riviana (Australia) Pty Ltd; Sunarise Insurance Company Limited; Aqaba Processing Company Ltd; Herto nv; and Sunshine Rice Inc. Member of the Rice Marketing Board. Member, RIRDC Rice Research & Development Committee. Central Executive SunRice representative to the Ricegrowers' Association of Australia Inc.

MARK ROBERTSON

MAICD

Berriquin rice grower. Director since 1996. Deputy Chairman since 2001. Directors' Committees: Chairman, Grower Services; Member, Remuneration Committee; Member, Finance & Audit; Member Rice Industry Co-ordination Committee. Chairman and Director of Trukai Industries Limited. Director of Solomons Rice Company Limited, Hulltech Pty Ltd, Riviana (Australia) Pty Ltd; SunRice Australia Pty Ltd and SunRice Trading Pty Ltd.

BOARD OF DIRECTORS

GARY HELOU

BE (Hons) MComm FAICD FAIM

Director since 2003. Director, Riviana Foods Pty Ltd (Australia); Trukai Industries Limited (PNG); Solomons Rice Company Limited (Solomon Islands); Herto nv (Belgium); Aqaba Processing Company (Jordan); and Sunshine Rice Inc (USA) Member, Asia Society AustralAsia Centre; Council for Australian-Arab Relations; Australian Homegrown Limited.

BRUCE BARBER

FAICD Cert Aa

Warrawidgee rice grower. Director since 1984. Directors' Committees: Grower Services, Rice Industry Co-ordination. Director of Rice Research Australia Pty Ltd; Stockfeed Manufacture and Distribution Pty Ltd; Trukai Industries Limited. Chairman, Solomons Rice Company Limited. Chairman, Benerembah Irrigation District Environment Protection Trust. Governor, District 9700 Rotary International. Chairman of Rotary Australia World Community Service Ltd.

NOEL GRAHAM

FAICE.

Caldwell rice grower. Director since 2001. Directors' Committees: Finance and Audit; Grower Services. Chairman, Rice Marketing Board RMB Representative to Ricegrowers' Association of Australia Inc.

GRANT F LATTA AM

FAICD FAIM ASA/CPA AAMI MBA DipBus DipEng

Director since 1999. Directors' Committees: Chairman, Remuneration; and Member, Finance & Audit. Executive Chairman, GCMCorp Pty Ltd. Chairman, Optiscan Imaging Ltd. Chairman, Kailis and France Foods Pty Ltd. Chairman, Australian Convenience Foods Pty Ltd. Deputy Chairman, Vision Systems Ltd. Member, Australian Competition Tribunal. Retired as Chairman, Grains Research and Development Corporation (2002). Retired as Deputy Chairman, Export Finance and Insurance Corporation (EFIC) (2002). Past President, Australian Chamber of Manufacturers. Retired as Director of Australian Trade Commission, (Austrade) (2000). Retired from Food Science Australia and Australian Food Industry Science Centre (June, 2004). Former Executive Director, Lam Soon (Hong Kong) Ltd (resigned 2002). Former CEO, Camerlin Consortium (1995-1997). Former Managing Director, Pacific Brands Food Group (1991-1995).

NORM MCALLISTER

Dip App Sc Ag FAICD

Murray Valley rice grower. Director since 1997. Directors' Committees: Chairman, Finance & Audit; Rice Industry Co-ordination. Chairman & Director of Rice Research Australia Pty Ltd. Director, Riviana Foods Pty Ltd and Silica Resources Pty Ltd. Member, RIRDC Rice Research and Development Committee.

BRIAN VIAL

BSc Dip Acct

Moulamein rice grower. Director since 1993. Directors' Committee: Grower Services. Member of the Rice Marketing Board.

ALAN WALSH

GAICD

Berriquin & Coleambally rice grower. Director since 2000. Directors' Committees: Grower Services, Rice Industry Co-ordination. Delegate to IREC. Director, Rice Research Australia Pty Ltd. Central Executive Delegate to Ricegrowers' Association of Australia. Secretary of Ricegrowers' Association of Australia Inc (Deniliquin Branch).

CORPORATE MANAGEMENT TEAM

GARY HELOU

BF (Hons) M Comm. FAICD. FAIM

Chief Executive Officer

Gary joined Ricegrowers' Co-operative Limited in 1998 as General Manager, Marketing, and was appointed CEO in October 1999. He has extensive experience in the food industry, including 10 years experience in Asia where he held Executive General Manager roles at Simplot, Indofood and Pacific Dunlop Limited.

Gary is Director of Riviana Foods Pty Ltd, Trukai Industries Limited, Solomons Rice Company Limited, Herto nv, Aqaba Processing Company Ltd and Sunshine Rice Inc.

He is also a member of the Council for Australian-Arab Relations, the Board of Patrons of Australian HomeGrown Limited and the Advisory Council of the Asia Society's AustralAsia Centre.

CLAUDE CASSAR

CA F DipBus Studies (Acct)

Chief Financial Officer

Claude joined SunRice in 1999 as Chief Financial Officer. Claude is a Chartered Accountant and has worked in the UK, the US and Asia in a number of senior financial and management positions with multinationals such as Dun and Bradstreet, Young and Rubicam Australia, Dentsu Young and Rubicam Group Singapore, and Price Waterhouse Sydney.

MILTON BAZLEY

BAppSc, BBus, DipExMan

General Manager, International Commodity and Trading

Milton joined SunRice in 1994 as Regional Export Manager and became General Manager, International Commodity and Trading in 2002. He is responsible for sales to unbranded markets including Japan and Taiwan, as well as SunRice's foreign rice trading operations. He is an experienced manager with over 17 years experience in bulk commodity-type sales, and has previously held marketing management roles with CSR Ltd.

Corporate Management Team

GRAHAM HARVEY

BAppSc. MBA

General Manager, Operations

Graham joined SunRice in 2000 as General Manager, Operations and is responsible for all grain handling, milling and packing operations. Graham is an experienced manager with 20 years in broad manufacturing and supply chain roles in the fast moving consumer goods (FMCG) and grain-related industries. His previous roles were in operations management at Goodman Fielder.

MIKE HEDDITCH

BSc Agr Dip Ed ACI

General Manager, Grower Services

Mike joined SunRice in 1999 as General Manager, Grower Services following a 13-year term as Executive Director of the Ricegrowers' Association of Australia. Prior to his career in the rice industry, Mike worked with NSW Agriculture for fourteen years as a District Agronomist.

CORPORATE MANAGEMENT TEAM



L-R Claude Cassar, Russell Heffernan, Graham Harvey, Gary Helou, Gayle Philpotts, David Keldie, Mike Hedditch, Millton Bazley

RUSSELL HEFFERNAN

AFAMI, AAIEx

General Manager, International Marketing, Consumer Markets

Russell joined SunRice in 1986 as a marketing professional. He has worked in the UK and the Middle East and has 30 years experience in international business encompassing grains, pulses, minerals and general trading.

DAVID KELDIE

ВА

General Manager, Sales and Marketing - Australia and New Zealand

David joined SunRice in 2001 as National Sales Manager, Australasia. He took over the Domestic Business Unit as General Manager in January 2003 and is responsible for sales marketing, research and development and the Specialty Rice Food operations for the Australian and New Zealand markets. He has 17 years experience in the fast moving consumer goods (FMCG) industry. His last appointment was General Manager of the King Island Company.

GAYLE PHILPOTTS

BA, MBA, DBA

General Manager, People and Culture

Gayle joined SunRice in 2003 as General Manager, People and Culture and has 17 years experience in generalist human resources roles. Gayle has specific expertise in change management, performance management and HR strategy and processes, gained primarily in fast moving consumer goods (FMCG) industries. Her previous role was HR Director of George Weston Foods.

CORPORATE GOVERNANCE

The Board is responsible for the direction and stewardship of the Co-operative's business and has the responsibility to challenge, evaluate and adopt the best strategic approach for the business. Furthermore, it ensures there is rigorous analysis and validation of the strategy process and the measurement of implementation effectiveness.

The Board is also responsible for the establishment and maintenance of appropriate governance structures, including audit and compliance, the identification and appointment of the Chief Executive Officer, remuneration and appointments of other senior executives and identification of the powers reserved for the Board and those delegated to management.

In its role, the Board seeks to promote a code of ethical behaviour within the Co-operative and in its relationship with stakeholders. The Board recognises the Co-operative's legal and commercial obligations to all legitimate stakeholders. It is a clear objective of the Board to actively encourage and fairly review Board and management effectiveness.

The Board gains an understanding of the Co-operative's businesses from regular reports, presentations and briefings from management on key issues and and from site visits to Co-operative operations.

Board Composition

The Board's composition is determined by the Rules of the Co-operative and has been established as four active member directors, three grower elected members of the Rice Marketing Board (who are also active members of Co-operative), and three external directors (one of which is currently filled by the CEO). This structure of 10 directors provides a mix of representation and skills that best serves the interests of members and the needs of the Co-operative in its globally competitive marketplace.

Particulars of each director's Board meeting attendance for the past 12 months are included in the Finance Report.

Compensation arrangements

Co-operative members determine directors' remuneration arrangements. All necessary expenses incurred by directors in the business of the Co-operative are refunded to them. Directors' remuneration details are included in Note 26 to the financial statements.

Independent professional advice

The Board's policy is to enable directors to seek independent professional advice at the Co-operative's expense, after first discussing such intentions with the Chairman. The Chairman determines if the estimated cost is reasonable, but without impeding the seeking of advice. In the case of Chairman-related issues, reference is made to the Deputy Chairman.

The Remuneration Committee

The Remuneration Committee comprises the Chairman and two directors. The Committee meets regularly throughout the year to review and make recommendations to the Board on remuneration, incentive schemes and related matters to recognise and reward employee performance.

Nominations Committee

A Board Nominations Committee has been established to assist in the identification of potential Board candidates and advise on programmes for the education and development of new and existing Board members. This Committee is chaired by a person independent of the Co-operative.

Finance and Audit Committee

The Finance and Audit Committee, comprising five directors, oversees the Co-operative's financial reporting and internal control systems, including compliance with the relevant legislation and the implementation of appropriate risk management strategies. The Chief Executive Officer, the Chief Financial Officer, the Internal Audit Manager and the representatives of the External Auditor are invited to attend the meetings.

The conduct, objectives and proceedings of this Committee are governed by a Charter approved by the Board. The Committee meets regularly with the internal and external auditors to review the scope and adequacy of their work and to consider the implementation of recommendations from the audit processes.

The Committee reviews and advises the Board on financial information, including statutory accounts prior to the Board approving the release of the information to members and regulatory bodies.

Auditors and the provision of non-audit services

The Board has resolved that it is appropriate for the audit firm to provide ongoing taxation compliance and advisory services in addition to its normal audit function. However, as a broad guideline it is considered inappropriate for the audit firm to be involved in any assignment which would impair its professional independence.

A comprehensive policy dealing with this area is in place and approved by the Board. Adherence to the policy is closely monitored by the Finance and Audit Committee.

Grower Services Committee

The Grower Services Committee comprises five directors. The Committee focuses on the relationship between the Co-operative and its growers and aims to strengthen that relationship by providing appropriate services and information. The Committee is governed by a charter approved by the Board, which includes reviewing policies to improve on-farm production of rice, payment schemes to shareholders, communication with growers and developments in rice research.

Risk Management

The Board recognises the wide spectrum of risk the Co-operative faces in its daily operations. To manage these risks, designated management functions including treasury, taxation, human resources, information technology and internal audit, work closely with operational and executive management to identify and manage business risk. The formal recognition of risk is a fundamental part of the management process. The Co-operative has implemented insurance arrangements and constantly evaluates the economic balance between self-insurance of risks and risk transfer.

Internal Controls

The Co-operative has established a well-documented system of internal controls that take account of key business exposures. The system is designed to provide reasonable assurance that assets are safeguarded, proper accounting records are maintained and financial information is timely and reliable.

The internal audit function plays a key role in providing an objective and continuing assessment of the effectiveness of the Co-operative's internal control systems. It ensures information is reliable and has integrity, operations are efficient and effective and policies and regulations are adhered to. The Internal Audit Manager has direct access to the Finance and Audit Committee and to the Board.

Ethics

The Co-operative requires directors, management and staff to observe the highest standard of ethics.

SUNRICE REGISTERED OFFICE

NIP 37 Yanco Avenue, Leeton NSW 2705 Australia PO Box 561, Leeton NSW 2705 Tel 02 6953 0411 Fax 02 6953 4733

RICE MILLS

Coleambally, Deniliquin, Leeton, Lae and Aqaba

MARKETING OFFICES

Sydne

Level 32, BT Tower, 1 Market Street, Sydney NSW 2000 PO Box Q166, QVB Post Shop NSW 1230 Tel 02 9268 2000 Fax 02 9264 3817

Jordan

Aloz Street
Al-Mokablein
Amman, Jordan
Tel +962 6 420 6825 Fax +962 6 420 6832

Singapore

51 Newtown Road, # 08-04, Goldhill Plaza, Singapore 308900 Tel +65 6352 1768 Fax +65 6352 1292

Japa

Australian Rice Growers' Co-operative (ARGC) - Tokyo Level 2, Cross Point Building 3-29-1 Ebisu, Shibuya-ku, Tokyo 150-0013, Japan Tel +813 3448 1930 Fax +813 3448 1930

COPRICE FEEDS AND BYPRODUCTS

Railway Avenue, Leeton NSW 2705 PO Box 561, Leeton NSW 2705 Tel 02 6953 0422 Fax 02 6953 2776

COPRICE FEED MILLS

Leeton, Tongala, Cobden

SUBSIDIARIES

Riviana Foods Pty Ltd

5 Corporate Avenue, Rowville VIC 3178 PO Box 1600, Ferntree Gully VIC 3156 Australia Tel 03 9764 3622 Fax 03 9764 3343

Trukai Industries Limited

Mataram St Lae MP 411
Papua New Guinea
PO Box 2129, Lae MP 411
Tel +675 472 2466 Fax +675 472 6073

Solomons Rice Company Limited

Trading as Solrice PO Box 5, Honiara Solomon Islands Tel +677 30826 Fax +677 30825

Aqaba Processing Company

Aloz Street
Al-Mokablein
Amman, Jordon
PO Box 940 925
Amman, 11194 Jordon
Tel +962 6 420 6829 Fax +962 6 420 6832



The Rice Food Experts

Ricegrowers' Co-operative Limited trading as SunRice ABN 55 007 481 156



SunRice Employees

SunRice Employees

Mark Alchin, Tevor Alexander, Matthew Alendi, Timothy Alen, Timothy Allenn, Kenneth Appleby, Broll Amod, David Arrout, Korneth Amod, Ricky Apell, Stram Ayagata, Dornie Bagnais, Sharon Bagnais, Sharon Sharon, Barry Barry, Sanger Sanger, Sanger Sanger, Barry Sanger, Sanger